

## LATHAM & WATKINS LLP

### FIRM / AFFILIATE OFFICES

Barcelona	New Jersey
Brussels	New York
Chicago	Northern Virginia
Frankfurt	Orange County
Hamburg	Paris
Hong Kong	San Diego
London	San Francisco
Los Angeles	Shanghai
Madrid	Silicon Valley
Milan	Singapore
Moscow	Tokyo
Munich	Washington, D.C.

February 1, 2007

### VIA ECFS

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Washington, D.C. 20054

*Re: Impsat Fiber Networks, Inc., Transferor, and Global Crossing Limited, Transferee, Application for Consent Pursuant to Section 214 of the Communications Act of 1934, as Amended, to Transfer Control of Impsat Fiber Networks, Inc.'s Authorized U.S. International and Domestic Carrier Subsidiary, Impsat USA, Inc., to Global Crossing Limited, WC Docket No. 06-215*

Dear Ms. Dortch:

In accordance with 47 C.F.R. § 1.65, the purpose of this letter is to report a change to the ownership structure for the transaction proposed in the above-referenced application. This change is in addition to those described in my letters dated December 18, 2006, and January 26, 2007.

Global Crossing Limited ("GCL"), the proposed transferee, has decided to add a new holding company that will have an indirect equity and voting interest in Impsat Fiber Networks, Inc. ("Impsat") and its U.S.-based subsidiary, Impsat USA, Inc. ("Impsat USA") following the consummation of the proposed transaction. U.K. Holdco 1, which currently is a direct, wholly owned subsidiary of Global Crossing Holdings Limited, will be a direct, wholly owned subsidiary of a newly established company, Dutch Co. Dutch Co has not yet been formed, and thus does not have an address. Dutch Co will in turn be a direct, wholly owned subsidiary of Global Crossing Holdings Limited. As a result, Dutch Co will indirectly own 100 percent of Impsat and Impsat USA. Revised organizational charts reflecting this change are attached.

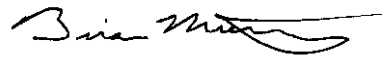
The addition of Dutch Co to the chain of ownership is in the public interest. The home market of Dutch Co is the Netherlands—a Member of the World Trade Organization ("WTO")—or other WTO Member countries. Dutch Co will be established under the law of the Netherlands and will be headquartered in the United Kingdom, both of which are WTO Member

LATHAM & WATKINS LLP

countries. Its investment principals, officers, and directors are expected to be citizens of WTO Member countries or countries that the Commission considers as such for purposes of the home market test (specifically, Bermuda, the United Kingdom, and Venezuela). Dutch Co is a holding company established to hold 100 percent of the equity of U.K. Holdco 1, an indirect parent of Impsat. As such, most of Dutch Co's tangible property will be held indirectly through Impsat and will be located in, and its largest source of revenue will be derived from, the countries in which Impsat operates (Argentina, Colombia, Venezuela, Ecuador, Brazil, Chile, Peru, and the United States).

This letter will be transmitted separately to the personnel processing the other applications filed in connection with the proposed transaction.<sup>1</sup> Please contact the undersigned should you have any questions. Thank you for your attention to this matter.

Truly yours,



Brian Murray  
Counsel to Global Crossing Limited

Attachment

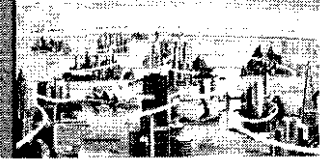
cc (via electronic mail):

Wayne Johnsen (counsel to Impsat USA, Inc.)  
Susan O'Connell  
David Krech  
Cecilia Seppings  
Jodie May  
Joann Lucanik  
Jeanette Spriggs

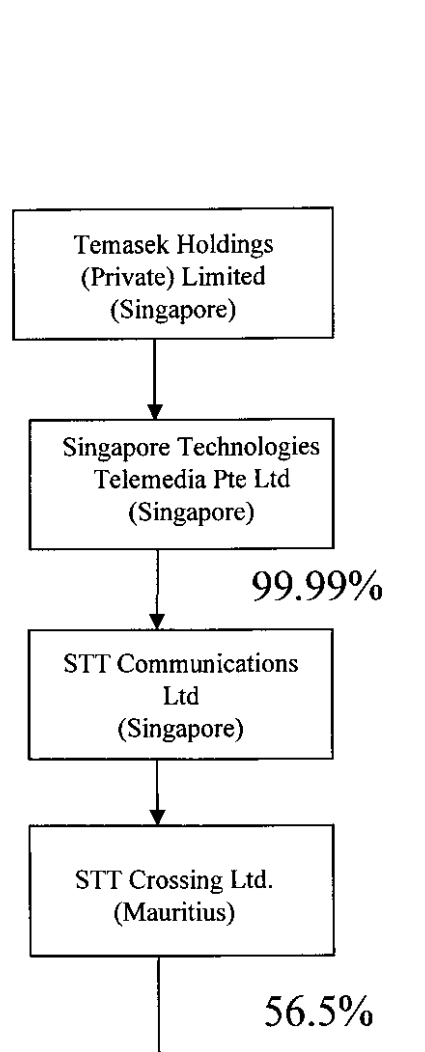
---

<sup>1</sup> See *Streamlined International Applications Accepted for Filing*, Public Notice, Report No. TEL-01097S, File No. ITC-T/C-20061128-00533, at 2 (rel. Dec. 15, 2006); *Communications Services Re: Satellite Radio Applications Accepted for Filing*, Public Notice, Report No. SES-00878, File No. File No. SES-T/C-20061128-02052, at 10 (rel. Dec. 6, 2006); *Streamlined Submarine Cable Landing License Applications Accepted for Filing*, Public Notice, Report No. SCL-00021S, File No. SCL-T/C-20061128-00011, at 2 (rel. Dec. 15, 2006).

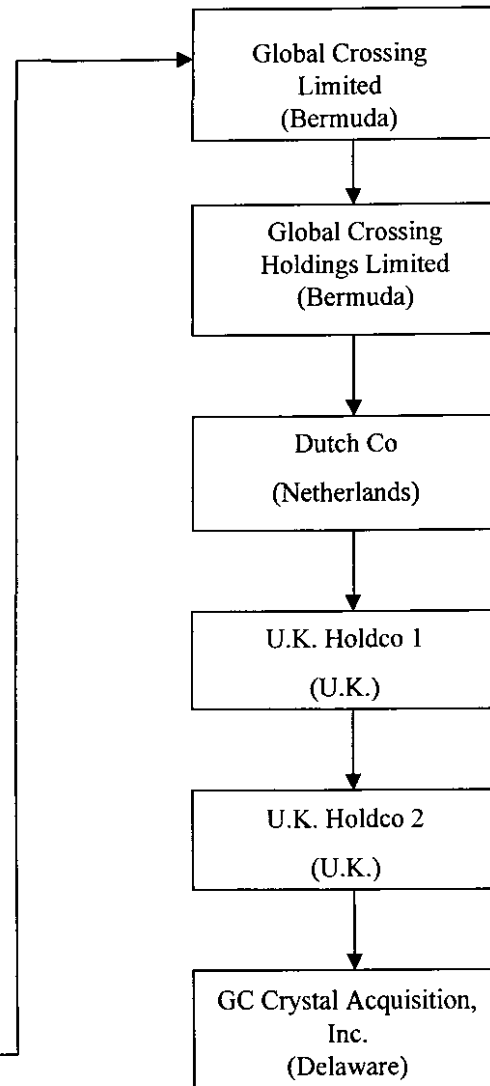
# Pre-Merger Corporate Structure



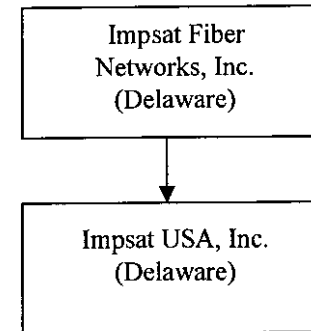
## ST Telemedia



## Global Crossing

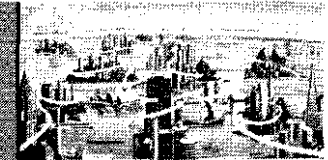


## Impsat

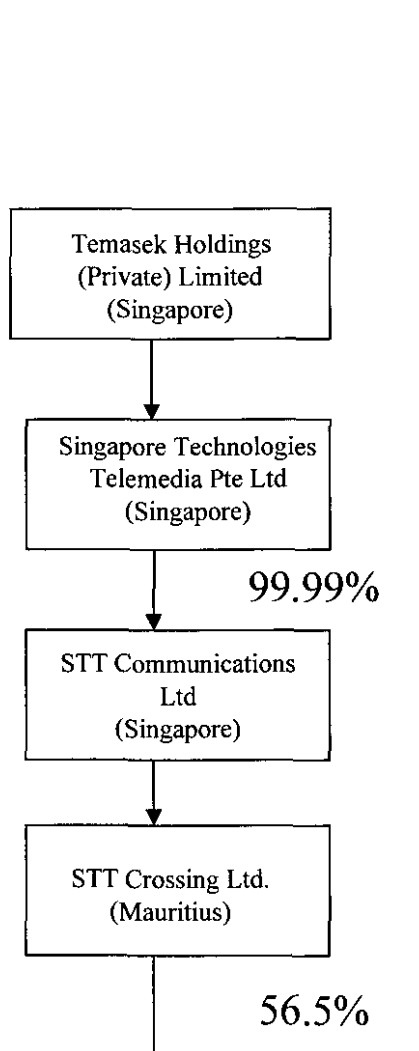


**Note: All ownership interests are 100% unless otherwise indicated**

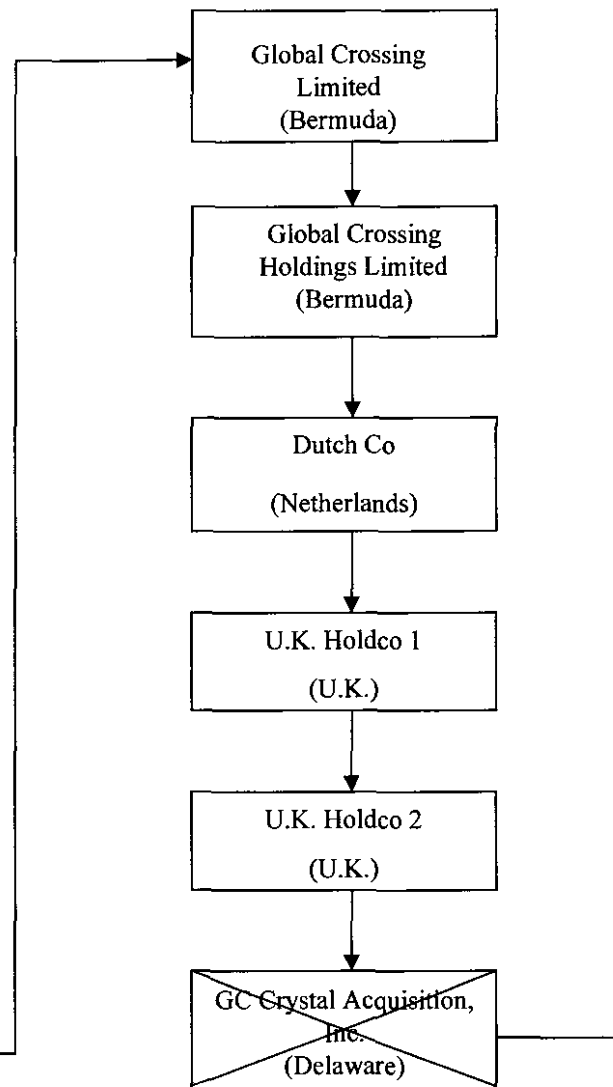
# Post-Merger Corporate Structure



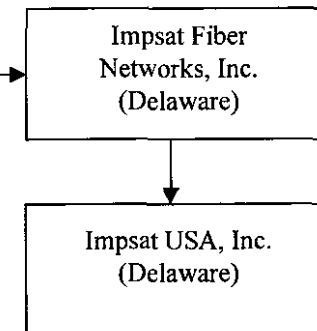
## ST Telemedia



## Global Crossing



## Impsat



**Note: All ownership interests are 100% unless otherwise indicated**